

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

NEW ENGLAND CARPENTERS HEALTH)	
BENEFITS FUND; PIRELLI ARMSTRONG)	
RETIREE MEDICAL BENEFITS TRUST;)	
TEAMSTERS HEALTH & WELFARE FUND)	
OF PHILADELPHIA AND VICINITY;)	
PHILADELPHIA FEDERATION OF)	
TEACHERS HEALTH AND WELFARE)	
FUND; DISTRICT COUNCIL 37; AFSCME -)	
HEALTH & SECURITY PLAN; JUNE)	
SWAN; BERNARD GORTER, SHELLY)	
CAMPBELL and CONSTANCE JORDAN,)	
)	
Plaintiffs,)	
)	
v.)	
)	
FIRST DATABANK, INC., a Missouri)	
corporation; and McKESSON)	
CORPORATION, a Delaware corporation,)	
)	
Defendants.)	

C.A. No. 1:05-CV-11148-PBS

MOTION FOR LEAVE TO FILE UNDER SEAL

Plaintiffs, by their attorneys, respectfully move this Court for leave to file under seal the following pleadings and other materials: (1) Plaintiffs' Motion to Compel Production of McKesson's RelayHealth Data; and (2) Declaration of Barbara Mahoney in Support of Plaintiffs' Motion to Compel McKesson's Production of RelayHealth Data and Exhibit 3 attached thereto.

The foregoing item includes or references copies of documents and/or excerpts from documents that certain third-parties have identified as "CONFIDENTIAL" or "HIGHLY CONFIDENTIAL" pursuant to the terms of the April 11, 2006 Protective Order as well as documents and/or excerpts from documents that contain Plaintiffs' confidential medical information, identified as HIGHLY CONFIDENTIAL pursuant to the Court's October 11, 2006

protective order. Also, the foregoing items reference information contained in documents designated by certain third-parties as "CONFIDENTIAL" or "HIGHLY CONFIDENTIAL." In addition, the foregoing items not only quote extensively from and/or attach documents that certain third-parties have designated as "CONFIDENTIAL" or "HIGHLY CONFIDENTIAL," but also they include references to pricing data that third-parties likely believe to be highly proprietary in nature.

Counsel for ShopKo, pursuant to Paragraph 14 of the Protective Order requested that the deposition be designated highly confidential until he has time to de-designate those portions of the record that are not highly confidential. Plaintiffs hereby seek to comply with the terms of the Protective Order and are filing Exhibit 3 under seal. Plaintiffs do not agree that Exhibit 3 in its entirety should be deemed highly confidential but must comply with the Protective Order.

WHEREFORE, Plaintiffs respectfully request that this Court grant them leave to file the foregoing listed materials under seal.

DATED: April 29, 2008

By /s/ Steve W. Berman
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CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party through the Court's electronic filing service on April 29, 2008.

/s/ Steve W. Berman

Steve W. Berman

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**[PROPOSED] ORDER GRANTING PLAINTIFFS’
MOTION FOR LEAVE TO FILE UNDER SEAL**

THIS MATTER is before the Court on Plaintiffs’ motion for leave to file under seal. The Court, having considered all pleadings in support and in opposition thereto, and being fully advised in the premises, hereby

GRANTS Plaintiffs’ motion for leave to file under seal the following items:

1. Plaintiffs’ Motion to Compel Production of McKesson’s RelayHealth Data; and
2. Declaration of Barbara Mahoney in Support of Plaintiffs’ Motion to Compel McKesson’s Production of RelayHealth Data and Exhibit 3 attached thereto.

IT IS SO ORDERED without prejudice to Plaintiffs right to move to unseal these.

DATED: _____

Hon. Patti B. Saris
United States District Court Judge

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party through the Court's electronic filing service on April 29, 2008.

/s/ Steve W. Berman
Steve W. Berman